

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

In re:)	Chapter 11
)	
CIRCUIT CITY STORES, INC.,)	Case No. 08-35653-KRH
et al.,)	
)	Jointly Administered
Debtors.)	
)	
WELLS FARGO BANK, N.A.,)	
SUCCESSOR-BY-MERGER TO)	
WELLS FARGO BANK MINNESOTA,)	
N.A., AS TRUSTEE FOR THE)	
REGISTERED HOLDERS OF MERRILL)	
LYNCH MORTGAGE INVESTORS, INC.)	
MORTGAGE PASS-THROUGH)	
CERTIFICATES, SERIES)	
1998-CI-CTL,)	
AND BANK OF AMERICA, N.A.,)	
SUCCESSOR BY MERGER TO)	
LASALLE BANK, N.A., AS TRUSTEE)	
FOR THE REGISTERED HOLDERS OF)	
GMAC COMMERCIAL MORTGAGE)	
SECURITIES, INC. MORTGAGE)	
PASS-THROUGH CERTIFICATES,)	
SERIES 1998-C2,)	
)	
Movant,)	
)	
v.)	
)	
CIRCUIT CITY STORES, INC.,)	
)	
Respondent.)	
)	

CONSENT ORDER MODIFYING THE AUTOMATIC STAY

THIS MATTER having come before the Court on Wells Fargo Bank, N.A., successor-by-merger to Wells Fargo Bank Minnesota, N.A., in its capacity as Trustee for the

Registered Holders of Merrill Lynch Mortgage Investors, Inc. Mortgage Pass-Through Certificates, Series 1998-C1-CTL ("Wells Fargo"), and Bank of America, N.A., successor by merger to LaSalle Bank, N.A., as Trustee for the Registered Holders of GMAC Commercial Mortgage Securities, Inc. Mortgage Pass-Through Certificates, Series 1998-C2 ("Bank of America") (collectively, the "Trustees"), for the entry of an Order Determining that the Automatic Stay is Inapplicable to the Commencement and Prosecution of Certain Mortgage Foreclosure Actions or, in the Alternative, granting Relief from the Automatic Stay Pursuant to § 362(d)(2) (Docket No. 3807) (the "Motion"), which requested that the Trustees be granted relief from the automatic stay to allow the Trustees to commence and prosecute mortgage foreclosure actions in their capacities as mortgagees with respect to certain real property located in Wichita, Kansas and in Vestal, New York on which the Trustees each hold a mortgage of record (the "Properties") (the parties expressly agree that the real property is not and was never owned by the Debtor), and with the parties having reached an agreement with respect to the Motion,

IT IS HEREBY ORDERED, ADJUDGED AND DECREED THAT:

1. The automatic stay provided in 11 U.S.C. § 362 is hereby modified for the limited purpose of allowing the Trustees to commence, prosecute, and complete mortgage foreclosure actions in their capacities as mortgagees with respect to the Properties located in Wichita, Kansas and in Vestal, New York on which the Trustees each hold a mortgage of record (the "Lawsuits") (the parties have expressly agreed that the Properties are not and were never owned by the Debtor);

2. Except as specifically provided in Paragraph 1 of this Order, the Trustees shall not seek to execute upon or attach any property of the bankruptcy estate without further order of this Court;

3. Any claim by the Trustee with respect to the Property located in Wichita, Kansas, if any, is withdrawn;

4. The automatic stay provided in 11 U.S.C. § 362 shall remain in full force and effect except as specifically provided herein; and

5. The ten (10) day stay provided for by Federal Bankruptcy Procedure 4001(a)(3) is hereby waived.

Dated: _____, 2009
Richmond, Virginia

UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

/s/ Rodney F. Page
Rodney F. Page (Va. Bar No. 12402)
Bryan Cave LLP
1155 F Street, NW
Washington, D.C. 20004
Telephone: (202) 508-6002
Facsimile: (202) 508-6200
Email: rpage@bryancave.com

Counsel for Wells Fargo Bank, N.A.
And Bank of America, N.A.

SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP
Gregg M. Galardi, Esq.
Ian S. Fredericks, Esq.
P.O. Box 636
Wilmington, Delaware 19899-0636
(302) 651-3000

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP
Chris L. Dickerson, Esq.
155 North Wacker Drive
Chicago, Illinois 60606
(312) 407-0700

- and -

/s/ Douglas M. Foley
MCGUIREWOODS LLP
Dion W. Hayes (VSB No. 34304)
Douglas M. Foley (VSB No. 34364)
One James Center
901 E. Cary Street
Richmond, Virginia 23219
(804) 775-1000

Counsel for Debtors and Debtors in Possession

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing order has been endorsed by or served upon all necessary parties.

/s/ Douglas M. Foley

\9616265.3